

**GIBSON, DUNN & CRUTCHER LLP**

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Michael A. Rosenthal, Esq.  
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ATTORNEYS FOR LEHMAN BROTHERS PRIVATE EQUITY FUNDS  
(*listed on attached Exhibit A hereto*)

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

**In re:**

**LEHMAN BROTHERS HOLDINGS, INC., et al.,**

**Debtors.**

Chapter 11

Case No. 08-13555 (JMP)

(Jointly Administered)

**VERIFIED STATEMENT OF GIBSON, DUNN & CRUTCHER LLP  
PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 2019**

Pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure, Gibson, Dunn & Crutcher LLP, a law firm which maintains its offices at 200 Park Avenue, New York, New York 10166, makes the following disclosure in connection with the chapter 11 cases (the "Cases") of Lehman Brothers Holdings, Inc., LB 745, LLC and PAMI Statler Arms LLC (the "Debtors"):

1. Gibson, Dunn & Crutcher LLP represents the Lehman Brothers Private Equity Funds listed on Exhibit A attached hereto (collectively, the "Lehman Brothers Private Equity Funds"), in connection with the Debtors' Cases and certain transactions unrelated to the Cases. The address of each of the Lehman is set forth on Exhibit A hereto. The Lehman Brothers Private Equity Funds may have claims in connection with certain contractual funding obligations by Lehman Brothers Holdings, Inc. and Lehman Brothers Inc.

2. Gibson, Dunn & Crutcher LLP represented certain of the Lehman Brothers Private Equity Funds prior to the Cases. The Lehman Brothers Private Equity Funds have requested that Gibson, Dunn & Crutcher LLP represent them in connection with the Cases.

3. Gibson, Dunn & Crutcher LLP has obtained the consent of the Lehman Brothers Private Equity Funds to the representation set forth herein.

Dated: New York, New York

September 24, 2008

Respectfully submitted,

/s/ Janet M. Weiss  
Michael A. Rosenthal  
Texas State Bar No. 17281490  
Janet M. Weiss (JW-5460)  
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ATTORNEYS FOR THE LEHMAN BROTHERS PRIVATE  
EQUITY FUNDS LISTED ON EXHIBIT A

**EXHIBIT A**

Lehman Brothers Merchant Banking Partners 745 Seventh Avenue New York, New York 10019	Lehman Brothers Merchant Banking Partners II 745 Seventh Avenue New York, New York 10019
Lehman Brothers Merchant Banking Partners III 745 Seventh Avenue New York, New York 10019	Lehman Brothers Merchant Banking Partners III Delaware AIVs 745 Seventh Avenue New York, New York 10019
Lehman Brothers Merchant Banking Partners IV 745 Seventh Avenue New York, New York 10019	Lehman Brothers Merchant Banking Partners IV Delaware AIVs 745 Seventh Avenue New York, New York 10019
Lehman Brothers Venture Capital Group (pre-fund, 1996-1998, aka VC Fund I) 745 Seventh Avenue New York, New York 10019	LB VC Partners LP (VC Fund II) 745 Seventh Avenue New York, New York 10019
Lehman Brothers Venture Partners 745 Seventh Avenue New York, New York 10019	Lehman Brothers VC Partners 2002 LP (VC Fund III) 745 Seventh Avenue New York, New York 10019
Lehman Brothers Venture Partners 2003-C (VC Fund IV) 745 Seventh Avenue New York, New York 10019	Lehman Brothers Venture Partners 2003-P (VC Fund IV) 745 Seventh Avenue New York, New York 10019
Lehman Brothers Venture Partners V-P 745 Seventh Avenue New York, New York 10019	Lehman Brothers Venture Partners V 745 Seventh Avenue New York, New York 10019
Lehman Brothers CDO Opportunity Partners 2004 Lehman Brothers CDO Mezzanine Fund 2005-I Unit Trust 745 Seventh Avenue New York, New York 10019	Lehman Brothers CDO Opportunity Partners II 745 Seventh Avenue New York, New York 10019
Lehman Brothers Loan Opportunity Fund 745 Seventh Avenue New York, New York 10019	Lehman Brothers Secondary Opportunities Fund 745 Seventh Avenue New York, New York 10019
Lehman Co-Investment Partners 745 Seventh Avenue New York, New York 10019	Lehman Brothers Secondary Opportunities Fund II 745 Seventh Avenue New York, New York 10019

Lehman Brothers MLP Opportunity Fund 745 Seventh Avenue New York, New York 10019	Lehman Brothers Real Estate Partners 745 Seventh Avenue New York, New York 10019
Lehman Brothers Real Estate Partners II 745 Seventh Avenue New York, New York 10019	Lehman Brothers Real Estate Partners III 745 Seventh Avenue New York, New York 10019
Lehman Brothers Real Estate Mezzanine Partners 745 Seventh Avenue New York, New York 10019	Lehman Brothers Real Estate Mezzanine Partners II 745 Seventh Avenue New York, New York 10019
Lehman Brothers Merchant Banking Partners IV (Europe) (Feeder Fund) 745 Seventh Avenue New York, New York 10019	Lehman Brothers Merchant Banking Partners IV (Europe) 745 Seventh Avenue New York, New York 10019
Lehman Brothers Private Equity Partners, Ltd. 745 Seventh Avenue New York, New York 10019	Lehman Brothers European Mezzanine Partners 2003 745 Seventh Avenue New York, New York 10019
Lehman Brothers European Mezzanine Partners II 745 Seventh Avenue New York, New York 10019	Lehman Brothers Distressed Structured Credit Fund 745 Seventh Avenue New York, New York 10019
Lehman Brothers Merchant Banking Partners (offshore and Japan) 745 Seventh Avenue New York, New York 10019	LB Offshore Investment Partners II LP 745 Seventh Avenue New York, New York 10019
Lehman Brothers Merchant Banking Partners IV Offshore AIV (A) LP 745 Seventh Avenue New York, New York 10019	LB Merchant Banking Partners III Cayman AIV LP 745 Seventh Avenue New York, New York 10019
LB Co-Investment Partners Cayman AIV I LP 745 Seventh Avenue New York, New York 10019	Lehman Brothers Loan Opportunity Fund Cayman LP 745 Seventh Avenue New York, New York 10019
LB Secondary OPP Offshore Fund LP 745 Seventh Avenue New York, New York 10019	LP Secondary OPP Offshore Fund II LP 745 Seventh Avenue New York, New York 10019
Lehman Brothers Offshore Real Estate Partners 745 Seventh Avenue New York, New York 10019	Lehman Brothers Real Estate Partners II 745 Seventh Avenue New York, New York 10019

Lehman Brothers Offshore Real Estate Mezzanine Partners 745 Seventh Avenue New York, New York 10019	Lehman Brothers Offshore Real Estate Partners III 745 Seventh Avenue New York, New York 10019
Lehman Brothers Offshore Real Estate Partners III (Europe) SCA, SICAR 745 Seventh Avenue New York, New York 10019	Lehman Brothers Cayman GP, Ltd. 745 Seventh Avenue New York, New York 10019
Lehman Brothers Cayman Partners, Ltd. 745 Seventh Avenue New York, New York 10019	LB Offshore GP Holdings (PE) Ltd. 745 Seventh Avenue New York, New York 10019
LB Offshore Partners (PE) Ltd. 745 Seventh Avenue New York, New York 10019	

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**VERIFICATION OF STATEMENT OF GIBSON, DUNN & CRUTCHER LLP  
PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 2019**

I, JANET M. WEISS, a partner in Gibson, Dunn & Crutcher LLP, a law firm which maintains its offices at 200 Park Avenue, New York, New York, 10166, and which has made the attached statement pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure (the "Rule 2019 Statement"), declare under penalty of perjury that the Rule 2019 Statement is true and correct and that the filing of the Rule 2019 Statement on behalf of Gibson, Dunn & Crutcher LLP has been authorized.

September 24, 2008

/s/ Janet M. Weiss

Janet M. Weiss